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ARKANSAS SECURITIES DEPT.

**BEFORE THE ARKANSAS SECURITIES COMMISSIONER
CASE NO. S-14-0011**

IN THE MATTER OF:

**JEREMIAH CUMMINGS,
FOR HIS GLORY INTERNATIONAL RECORDS,
AND DEPHIL INTERNATIONAL RECORDS**

RESPONDENTS

REQUEST FOR CEASE AND DESIST ORDER

The Staff of the Arkansas Securities Department ("Staff") has received information and has in its possession certain evidence indicating that Jeremiah Cummings, For His Glory International Records, and DePhil International Records (collectively "Respondents") have violated provisions of the Arkansas Securities Act ("Act"), Ark. Code Ann. §§ 23-42-101 through 23-42-509.

ADMINISTRATIVE AUTHORITY

1. This matter is brought in connection with violations of the Act and is therefore properly before the Arkansas Securities Commissioner ("Commissioner") in accordance with Ark. Code Ann. § 23-42-209.

RESPONDENTS

2. Jeremiah Cummings ("Cummings") is an individual resident of the state of Illinois. Cummings has never been registered with the Arkansas Securities Department ("Department") in any capacity pursuant to the Act.

3. For His Glory International Records ("For His Glory") is a non-incorporated entity located in the state of Florida with a mailing address of P.O. Box 677427, Orlando, Florida 32867. For His Glory is a trade name through which Cummings transacts business. For His Glory has never been registered with the Department in any capacity pursuant to the Act.

4. DePhil International Records ("DePhil") is a non-incorporated entity located in the state of Illinois with a mailing address of 6758 Fern Street, Saint Anne, Illinois 60964. DePhil is a trade name through which Cummings transacts business. DePhil has never been registered with the Department in any capacity pursuant to the Act.

FACTS SUPPORTING REQUEST FOR CEASE AND DESIST ORDER

5. Cummings is a self-ordained minister, evangelist, and gospel music recording artist. Cummings achieved some notoriety as the first tenor in the musical group Harold Melvin and The Blue Notes from 1973 to 1980. Cummings has used his notoriety and background in the music industry as a foundation to establish and pitch investment in several businesses, including For His Glory and DePhil.

6. In 2005, Cummings met Arkansas Resident One ("AR1") while he was preaching at an event in Pine Bluff, Arkansas. Over the next several years, Cummings and AR1 remained in contact through telephone and electronic mail. In 2012, Cummings approached AR1 with the opportunity to invest in his recording label, For His Glory. According to Cummings, he was on the verge of producing a new album that would be a massive commercial success. However, in order to release the album, he needed investment to refine the album's sound and fund its marketing to the public. Cummings told AR1 that an investment in For His Glory would soon make them both millionaires.

7. Based on the foregoing representations, AR1 provided Cummings with an initial investment of \$20,000.00. On February 27, 2012, AR1 entered into a contractual agreement with For His Glory, which was executed before a notary public by Cummings in his capacity as owner of the business. The agreement made AR1 a 50% shareholder in For His Glory and

entitled AR1 to a 50% return on all proceeds derived from the projects released by For His Glory and Cummings. A copy of the contractual agreement entered into between For His Glory and AR1 is attached hereto as Exhibit "A" and incorporated herein by reference for all purposes.

8. Following the initial investment, Cummings continued to solicit additional funds from AR1. On several occasions, Cummings approached AR1 with a request for money to overcome some minor obstacle obstructing the release of his new album. These obstacles included the payment of outstanding agent fees and production costs. On each occasion, Cummings continued to maintain that both he and AR1 soon would be millionaires. As the result of these additional pleas for funds, AR1 invested at least another \$7,000.00 with Cummings. AR1's investment with Cummings was treated as an investment in his new recording label, DePhil. On April 9, 2013, AR1 entered into a contractual agreement with DePhil, which was executed before a notary public by Cummings in his capacity as owner of the business. The agreement awarded AR1 a 50% interest in DePhil and entitled AR1 to a 50% return on all proceeds derived from the projects released by DePhil and Cummings. A copy of the contractual agreement entered into between DePhil and AR1 is attached hereto as Exhibit "B" and incorporated herein by reference for all purposes.

9. When making his representations to AR1, Cummings failed to disclose certain pertinent and material information related to both his personal financial condition and the condition of the trade names that served as his alter ego. Specifically, Cummings failed to mention that the Circuit Court of Orange County, Florida had entered a monetary judgment against him on April 12, 2010, in the amount of \$62,946.95, following allegations that Cummings had misappropriated funds received from a religious organization for his personal use. Also, Cummings failed to mention that he had been named a defendant in an ongoing

lawsuit filed against him in the Superior Court of Wake County, North Carolina, on June 3, 2009, seeking damages in excess of \$400,000.00, while alleging that Cummings had misappropriated funds received from members of a church congregation for his personal use.

10. AR1 has not received any return on the investments made with Cummings. While Cummings represented that AR1's investment would be used to develop and market his new recording album, Cummings converted the vast majority of the funds for his personal use. Out of the investment funds received from AR1, Cummings spent a total of \$787.00 on studio recording fees. Cummings used the remainder of the investment funds to pay for meals, entertainment, cash withdrawals, and routine living expenses.

11. With regard to the subject investment transactions described herein, a search of Department records by the Staff revealed no registration or proof of exemption in accordance with the Act and no notice filing pursuant to federal law in connection with a covered security.

APPLICABLE LAW

12. Ark. Code Ann. § 23-42-102(17)(A)(xi) includes certificates of interest and profit-sharing agreements under the Act's definition of a security.

13. Ark. Code Ann. § 23-42-501 provides that it is unlawful for any person to offer or sell any security unless it is registered, exempt, or a covered security.

14. Ark. Code Ann. § 23-42-507(2) makes it unlawful for any person, in connection with the offer, sale, or purchase of any security, directly or indirectly, to make any untrue statement of a material fact or to omit to state a material fact necessary in order to make the statements made, in light of the circumstances under which they are made, not misleading.

CONCLUSIONS OF LAW

15. The subject investment transactions whereby AR1 invested money and entered into profit-sharing agreements with For His Glory and DePhil are securities under Ark. Code Ann. § 23-42-102(15)(A)(xi).

16. The securities offered and sold by the Respondents were not registered with the Department, exempt from registration with the Department, or a covered security under federal law. Therefore, the Respondents violated Ark. Code Ann. § 23-42-501 when they offered and sold securities to AR1.

17. The Respondents committed securities fraud in violation of Ark. Code Ann. § 23-42-507(2) by representing to AR1 that investment funds would be used to prepare the release of a studio recording album, when, in fact, the vast majority of AR1's funds were used for various and improper personal purposes. The Respondents further violated Ark. Code Ann. § 23-42-507(2) by omitting to inform AR1 that Cummings had a civil judgment entered against him following allegations of fraud and was named a defendant in an ongoing civil case containing allegations of fraud.

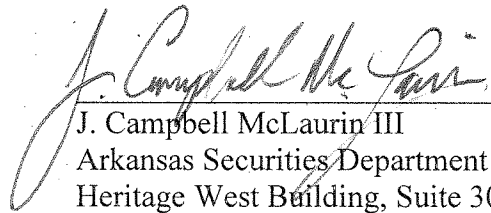
LEGAL AUTHORITY TO ISSUE CEASE AND DESIST ORDER

18. Ark. Code Ann. § 23-42-209(a)(1)(A) provides that whenever it appears to the Commissioner, upon sufficient grounds or evidence satisfactory to the Commissioner, that any person has engaged or is about to engage in any act or practice constituting a violation of any provision of the Act, or any rule or order under the Act, the Commissioner may summarily order the person to cease and desist from the act or practice.

PRAYER FOR RELIEF

WHEREFORE, the Staff respectfully requests that the Commissioner summarily order Jeremiah Cummings, For His Glory International Records, and DePhil International Records to immediately cease and desist from offering and/or selling securities to residents of the State of Arkansas until such time as the securities in question and the entities and persons offering and selling the securities are all properly registered under the Arkansas Securities Act; and that the Commissioner will summarily order Jeremiah Cummings, For His Glory International Records, and DePhil International Records to immediately cease and desist from committing fraud or deceit in connection with the offer or sale of any securities in the State of Arkansas; and, for all other relief to which the Staff may be entitled.

Respectfully Submitted,



J. Campbell McLaurin III
Arkansas Securities Department
Heritage West Building, Suite 300
201 East Markham Street
Little Rock, Arkansas 72201
Attorney for the Staff



CONTRACTUAL AGREEMENT

For His Glory International Records

PO 677427

Orland, Florida

32867

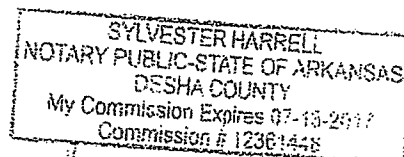
For His Glory International Records is destined to be a major publishing house as well as a major producer of Music of all areas of the Music Industry with its concentration on Gospel and Orchestrated music Produced by legendary song writer and producer Jeremiah Cummings and the One Big family Orchestra, in which he writes and conducts all the materials along with other gifted writers.

This agreement is being establish between "For His Glory International Records" and its founder Jeremiah Cummings and [REDACTED] who are to become 50% shareholder in the "For His Glory International Records" family and Publishing Company. [REDACTED] has decided to be major investors and partner in the For His Glory International Records and Publishing House.

Pay outs will be every six months and will be determined after the cost of production and distribution of said materials written and produced by staff writers and Jeremiah Cummings himself.

[REDACTED] is making an initial investment in the "For His Glory" project in the sum of \$20,000.00, of which [REDACTED] will be entitled to 50% percent return on all proceeds from the projects released by For His Glory International and its founder Jeremiah Cummings.

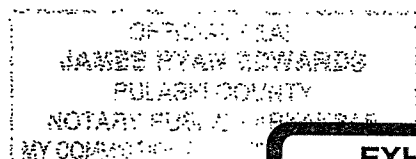
Agreed and signed this 27th of February 27, 2012



Sylvester Harrell
2/27/12

For His Glory International Records/ Jeremiah Cummings

-02-27 2012



EXHIBIT

"A"

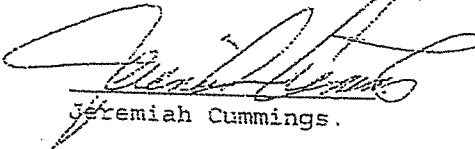
Contractual Agreement between DePhil International
Records and investor
[REDACTED]

DePhil International Records we believe is destined to be a major publishing house as well as a major producer of all areas of the Music Industry with concentration on the Soul and Gospel Industry. The music shall be produced by the legendary song writer and recording artist Jerry Cummings and the One Big Family Orchestra.

This agreement is being established this day between DePhil International Records and it's founder Jeremiah Cummings aka Jerry Cummings and [REDACTED] who will share a 50 percent interest in the recording and producing of all materials from their investments. [REDACTED] comes forwarded as a major investor and partner in the DePhil International Music Family and Publishing House.

[REDACTED] is making an initial investment into DePhil International Records of \$20,000.00 of which [REDACTED] will be entitled to 50 percent return on all proceeds from the products released on DePhil International Records and its founder Jeremiah Cummings

Signed this 9th day of April 2013


Jeremiah Cummings.

SYLVESTER HARRELL
NOTARY PUBLIC-STATE OF ARKANSAS
DESHA COUNTY
My Commission Expires 07-13-2014
Commission # 12361446

EXHIBIT

"B"


1 09, 2013